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To: Division of Corporations
Fax Number : (850)922-4001

EFFECTIVE DATE
3-2-99

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Barry Gilmours Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION

EFFECTIVE DATE
3-2-99

Article I. Name

The name of this Florida corporation is:
Barry Gilmours Inc.

Article II. Address

The mailing address of the Corporation is:
Barry Gilmours Inc.
108 Argonaut Street
Panama City FL 32413

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Donna Hargraves
108 Argonaut Street
Panama City FL 32413

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Donna Hargraves
Holly Berry

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Incorporate IBC Expedite, Inc.
1317 Third Avenue, Suite 100
New York NY 10021
888-552-9333

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value zero per share.

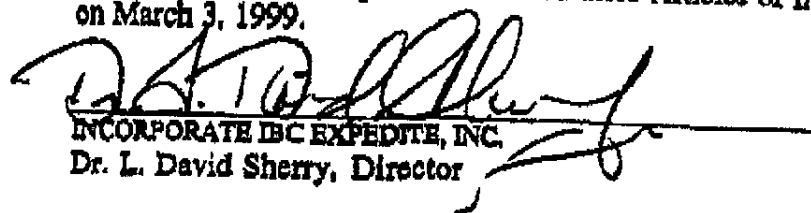
Article VI. Incorporator

The name and address of the incorporator is:
Incorporate IBC Expedite, Inc.
1317 Third Avenue, Suite 100
New York NY 10021

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 2, 1999.

The undersigned incorporator executed these Articles of Incorporation on March 3, 1999.


INCORPORATE IBC EXPEDITE, INC.
Dr. L. David Sherry, Director

Incorporate IBC Expedite, Inc.
1317 Third Avenue, Suite 100
New York NY 10021
888-652-2333

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

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TALLAHASSEE FLORIDA

CORPORATION:
Barry Gilmours Inc.

REGISTERED AGENT/OFFICE:
Donna Hargraves
108 Argonaut Street
Panama City FL 32413

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



DONNA HARGRAVES
by L.A. Uriarte as attorney-in-fact

Date: March 3, 1999

Incorporate IBC Expedite, Inc.
1317 Third Avenue, Suite 100
New York NY 10021
888-552-9333

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